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PETER J. SCHILDKRAUT (202) 942-5634

November 8, 1999

FEDERAL COMMUNICATIONS COMMISSION

OFFICE OF THE XCHETARY

Magalie Roman Salas Secretary Federal Communications Commission c/o Mellon Bank 525 William Penn Way 27th Floor, Room 153-2713

Pittsburgh, PA 15259

Attention: Wholesale Lockbox Shift Supervisor

Notification of Consummation of SBC/Ameritech Transfer of Control.

CC Dkt No. 98-141

Dear Ms. Salas:

Re:

Pursuant to sections 1.948(d), 25.119(f), and 63.18(e)(3) of the Commission's Rules, SBC Communications Inc. ("SBC") hereby notifies the Commission that it has consummated its merger with Ameritech Corporation ("Ameritech"). Pursuant to the Commission's order, SBC has acquired control of all authorizations formerly controlled by Ameritech. Specifically, SBC has acquired control of the following entities, holding authorizations in the following services:

Section 214 Authorizations

International

Ameritech Communications, Inc. (ITC-96-272 et al.) Ameritech Mobile Communications, Inc. (ITC-96-243)

Domestic

Illinois Bell Telephone Company

(W-P-C-7158 et al.)

47 C.F.R. §§ 1.948(d), 25.119(f), and 63.18(e)(3).

No. of Copies rec'd

² In re Applications of Ameritech Corp. and SBC Communications Inc., Memorandum Opinion and Order, CC Dkt No. 98-141, FCC 99-279 (Oct. 8, 1999) ("SBC/Ameritech Order").

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Title III Authorizations

Experimental Radio Service (Part 5)

Ameritech Wireless Communications, Inc. (KA2XBR)

Public Mobile Services (Part 22)³

Ameritech Minneapolis Paging Corporation⁴ (KDN408 et al.) Ameritech Mobile Communications, Inc.⁵ (KNKA807 et al.) Ameritech Mobile Services, Inc. (KDS485 et al.) Ameritech Mobile Services of Wisconsin, Inc. (KNKM413) Ameritech St. Louis Paging Corporation⁶ (KAA888 et al.) Ameritech Wireless Holdings, Inc. (KNKN201) Cincinnati SMSA Limited Partnership (KNKA222 et al.) Detroit SMSA Limited Partnership (KNKA231 et al.) Madison SMSA Limited Partnership (KNKA414 et al.) Milwaukee SMSA Limited Partnership (KNKA214 et al.) The Ohio Bell Telephone Company (KDS755 et al.)

³ Three cellular transfer applications for Chicago SMSA Limited Partnership (ULS File No. 0000015697), Illinois RSA 6 and 7 Limited Partnership (ULS File No. 0000015570), and Illinois SMSA Limited Partnership (ULS File No. 0000015565) are listed in ULS as "consented to" even though they were withdrawn by an amendment filed on May 3, 1999. A fourth application for CyberTel Cellular Telephone Company (ULS File No. 0000015564) is listed as "inactive" even though it also was withdrawn by this same amendment.

⁴ Formerly known as "CyberTel Minneapolis Paging Corporation."

⁵ Pursuant to amendments filed on May 3, 1999 and August 4, 1999 and to a pro forma assignment notification filed on July 20, 1999 (ULS File No. 0000016881), the licensee's name was changed from CyberTel RSA Cellular, L.P. to Ameritech Mobile Communications, Inc. However, this name change was not reflected in the relevant transfer application when it was entered into ULS last summer. *See* ULS File No. 0000015562.

⁶ Formerly known as "CyberTel St. Louis Paging Corporation."

⁷ Pursuant to a filing made on September 3, 1999, *see* ULS File No. 0000022542, call sign KNKN201 was assigned pro forma from CyberTel Corporation to Ameritech Wireless Holdings, Inc., and the transfer application covering CyberTel Corporation was amended to substitute Ameritech Wireless Holdings, Inc. as the licensee. However, these changes are not reflected in the relevant transfer of control application as it exists in ULS as of this morning. *See* ULS File No. 0000015563.

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Ameritech Mobile Services, Inc.	(KNKV228)
Ameritech Wireless Communications, Inc.	(KNLF231 et al.)

Satellite Communications (Part 25)

Ameritech New Media, Inc. E960476 et al.

Private Land Mobile Radio Services (Part 90)

Ameritech Center Phase I, Inc.	(WNWJ928)
Ameritech Corporation	(WPJQ381)
Ameritech Information Systems, Inc.	(WPEJ853 et al.)
Ameritech Minneapolis Paging Corporation ⁸	(WNBG933)
Ameritech Mobile Communications, Inc.	(WPBZ638)
Ameritech New Media, Inc.	(WPKU241 et al.)
Ameritech Publishing, Inc.	(WNFK464)
Illinois Bell Telephone Company	(KD7581 et al.)
Indiana Bell Telephone Company	(KC7982 et al.)
Michigan Bell Telephone Company	(KA40787 et al.)
The Ohio Bell Telephone Company	(WPLR857 et al.)
SecurityLink from Ameritech, Inc.	(KB25186 et al.)
Wisconsin Bell, Inc.	(KA68672 et al.)

General Mobile Radio Services (Part 95)

The Ohio Bell Telephone Company (KAC2144)

Fixed Microwave Services (Part 101)

Ameritech Mobile Communications, Inc.	(WHB542 et al.)
Ameritech Wireless Holdings, Inc. ⁹	(WLV479 et al.)
Cincinnati SMSA Limited Partnership	(WMR228 et al.)

Formerly known as "CyberTel Minneapolis Paging Corporation."

⁹ Pursuant to a filing made on September 3, 1999, see ULS File No. 0000022542, a number of call signs were assigned pro forma from CyberTel Corporation to Ameritech Wireless Holdings, Inc., and the transfer application covering CyberTel Corporation was amended to substitute Ameritech Wireless Holdings, Inc. as the licensee. Pursuant to a separate filing made on September 3, 1999, see ULS File No. 0000022630, WPJC422 was assigned pro forma from CyberTel Corporation to Ameritech Wireless Holdings, Inc., and this call sign also was added to the transfer application covering Ameritech Wireless Holdings, Inc. However, these changes are not reflected in the relevant transfer application as it exists in ULS as of this morning. See ULS File No. 9713683.

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Detroit SMSA Limited Partnership	(WLV282 et al.)
Illinois Bell Telephone Company	(KB9808 et al.)
Indiana Bell Telephone Company	(KA2886 et al.)
Michigan Bell Telephone Company	(KJ3819 et al.)
Milwaukee SMSA Limited Partnership	(WPJC600 et al.)
The Ohio Bell Telephone Company	(KA4351 et al.)
SecurityLink from Ameritech, Inc.	(WNEK510)
Wisconsin Bell, Inc.	(KB9805 et al.)

Waiver Request

Under the Commission's rules, the Parts 22, 24, and 101 notifications of consummation should have been filed electronically on the Universal Licensing System ("ULS"). Due to the magnitude of the merger and the transition to ULS that occurred while the transfer applications were pending, the processing of the transfer applications has not yet been completed. We have attempted to file notifications of consummation for the transfer applications on ULS that have "consented to" status. However, we were unable to generate a print preview that reflected the data we entered for the notification. When we called ULS Tech Support, we were informed that the transfer applications are all linked, so no notification of consummation may be filed on ULS for any transfer application until all the transfer applications appear as "consented to" in ULS. In order to comply with the requirement that notifications of consummation be filed within 30 days of the consummation, ¹¹ SBC must file these notifications today.

SBC will continue to attempt to file the notifications on ULS. However, since it apparently cannot do so until the final processing issues are resolved, SBC respectfully requests a waiver of the requirement in sections 1.913(b) and 1.948(d) of the Commission's Rules¹² that it file these notifications of consummation electronically on

¹⁰ The relevant ULS file numbers are 0000001588, 0000001731, 0000001768, 0000015556, 0000015562, 0000015563, 0000015566, 0000015568, 0000015702, 0000017470, 0000017472, 0000017473, 911522, 9713671, 9713672, 9713674, 9713675, 9713678, 9713679, 9713680, 9713681, 9713682, and 9713683.

¹¹ See Wireless Telecommunications Bureau Revises Procedure for Filing Consummation Notifications Electronically via the Universal Licensing System, Public Notice, DA 99-1436, at 1 (July 21, 1999).

¹² 47 C.F.R. §§ 1.913(b), 1.948(d).

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Forms 603.¹³ Section 1.925(b)(3) permits the Commission to grant a waiver request if the applicant meets either of two tests:

- (i) The underlying purpose of the rule(s) would not be served or would be frustrated by application to the instant case, and that a grant of the requested waiver would be in the public interest; or
- (ii) In view of unique or unusual factual circumstances of the instant case, application of the rule(s) would be inequitable, unduly burdensome or contrary to the public interest, or the applicant has no reasonable alternative.¹⁴

SBC's request meets both these tests. First, by making this filing in the only way possible, SBC is fulfilling the underlying purpose of the requirement that it notify the Commission within 30 days of consummating the transfer of control. The essence of this requirement is providing information to the Commission, and SBC serves this goal through this filing. By contrast, strict application of the electronic filing requirement under these circumstances would "frustrate" the "underlying purpose of the [notification] rule(s)." Second, because ULS will not accept electronic notifications of consummation for these applications, SBC "has no reasonable alternative" means to comply with the requirement that it notify the Commission of the consummation of the merger within 30 days. The public interest would be served by permitting SBC to update the Commission's records in a timely fashion through the only means reasonably available. Accordingly, this waiver request should be granted.

Other Notifications

In addition, by acquiring Ameritech, SBC obtained noncontrolling, minority interests in a variety of partnerships that hold FCC wireless authorizations: Youngstown-Warren MSA Limited Partnership, Cellular North Michigan Network General Partnership, Michigan RSA #9 Limited Partnership, Century Cellunet of Southern Michigan Cellular Limited Partnership, Century Cellunet of Michigan RSA #6 Cellular Limited Partnership, Century Cellunet of Saginaw MSA Limited Partnership, Cellular Mobile Systems of Michigan RSA No. 7 Limited Partnership, Toledo MSA Limited

¹⁴ *Id.* § 1.925(b)(3).

¹³ A Form 159 and a check for \$3,105.00 (23 notifications times \$135 fee per waiver request) are attached.

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Partnership, and Thumb Cellular Limited Partnership. SBC is filing notifications of these pro forma transfers of control on FCC Forms 603 today.

Through its acquisition of Ameritech, SBC also has become affiliated, as that term is defined in section 63.09(e) of the Commission's Rules, ¹⁵ with various foreign carriers. SBC is concurrently filing a separate notification of foreign affiliation pursuant to Section 63.11(b) of the Commission's Rules. ¹⁶

Please direct any questions regarding this letter to

Wayne Watts, Esq.
Vice President & Assistant General Counsel – Corporate SBC Communications Inc.
175 East Houston
San Antonio, TX 78205
210-351-3476 (voice)
210-351-3488 (facsimile)

Thank you very much for your assistance.

Sincerely,

Peter J. Schildkraut

Counsel for SBC Communications Inc.

Attachments

cc: George Li, Esq. Mr. Roger Noel

Susan O'Connell, Esq.

Mary Shultz, Esq.

Thomas Tycz, Esq.

¹⁵ *Id.* § 63.09(e).

¹⁶ *Id.* § 63.11.

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J3819, ET AL.	P	D	W	M	1 (24C) FCC CODE 2	s 135.00	A CONTRACTOR OF THE PARTY OF TH
C) FCC CODE 1					(240) 1 00 0002 2		
) FCC CALL SIGNOTHER ID	(20D) PAYME	NT TYPE CO	DE (PTC)		(21D) QUANTITY	(22D) FEE DUE FOR (PTC) IN BLOCK	FCC USE ONLY
DICKOO ET AL	D		***	\ \ \],	125.00	
PJC600, ET AL.	P	D	W	M	(24D) FCC CODE 2	\$ 135.00	15097 F
			SECT	ION D	D - TAXPAY	ER INFORMATION	
) COMPLETE THIS BLOCK ONL				•		1 1 1	
APPL	_ICA	NT	TIN	1	0		

FCC FORM 159-C JULY 1997 (REVISED)

								APPROVED BY	Y OMB 3060-0589	9
REMITTA	NCE	ADV	VICI	E (C	on	tinua	tion Shee	et)		
								PAGE NO.	6 OF	6
DSE T	HIS SE	CTION	1 ONL	Y FC	RE	ACH A	DDITIONAL	APPLICA	NT	ks. E
			_			_ APPLI	CANT INFORM	ATION		
(11) APPLICANT NAME (if paying b	y credit card, ent	ler name exac	tly as it appe	ars on your	card)					
(12) STREET ADDRESS LINE NO. 1	1									B
(14, 2										
(13) STREET ADDRESS LINE NO. 2	?									
(14) CITY						(15) STATE			(16) ZIP CODE	:
(17) DAYTIME TELEPHONE NUMBE	ER (Include area	code)				(18) COUNTRY	CODE (if not In U.S.A.)			
IFMORE BOXES AR	E NEEDE	D, USE	ADDITIO	DNAL F	CC 1	59-C CO	NTINUATION SHE	ETS TO LIS	TEAGH'S	ERVICE #
							NFORMATION			
(18A) FCC CALL SIGN/OTHER ID	(20A) PAYN	MENT TYPE (CODE (PTC)	<u></u>	(21A) C	YTITMAUQ	(22A) FEE DUE FOR (PTC) IN	BLOCK 20A	FOLUME CHEY	1.00
KA4351, ET AL.	P	D	_ w	М	1		s 135.00		-24-2	
23A) FCC CODE 1					(24A) r	FCC CODE 2				
(19B) FCC CALL SIGN/OTHER ID	(20R) PAYM	ENT TYPE CO	NE (PTC)		/21B) (QUANTITY	(228) FEE DUE FOR (PTC) IN	RLOCK 208	FOC USE ONLY	
199/100 0/122					1	MAINT.		ptooz.		.
WNEK510	P	D	W	М	1 (24B) F	CC CODE 2	\$ 135.00			
						-				
19C) FCC CALL SIGN/OTHER ID	(20C) PAYME	ENT TYPE COL	DE (PTC)		(21C) C	YTITMAU	(22C) FEE DUE FOR (PTC) IN E	BLOCK 20C	FOC DISE ONLY	ž.
KB9805, ET AL.	Р	D	w	М],		s 135.00			
23C) FCC CODE 1		U		1A1	(24C) F	CC CODE 2	\$ 133.00			
									_	
90) FCC CALL SIGN/OTHER ID	(20D) PAYME	ENT TYPE COL	DE (PTC)		(21D) Q	QUANTITY	(22D) FEE DUE FOR (PTC) IN E	3LOCK 200	FCC USE ONLY	
							\$		200	
23D) FCC CODE 1					(24D) F	CC CODE 2				
	200			ION D	D - T/	AXPAYE	R INFORMATION	ON		
25) COMPLETE THIS BLOCK ONLY APPL				.1	I	0		T		
		INI	111	4	}					

FCC FORM 159-C JULY 1997 (REVISED)

555 Twelfth Street, N.W. Washington, D.C. 20004-1202

PAY

TO THE ORDER OF Bankers Trust (Delaware)
Wilmington, Delaware
in Cooperation With
Crestar Bank N.A. CRESTAR
Washington, DC

371633 62-38 ©

Date November 5, 1999

PAY THREE THOUSAND ONE HUNDRED FIVE & NO/100

DOLLARS \$ 3,105.00

CDA Number 200564367

Federal Communications Commission

ARNOLD & PORTER

#*0003?1633# #:0311003BO#

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Invoice: 110599 11/05/1999 Amount: 3105.00 Waiver request for notification of Consummation of SBC/Ameritech merger

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